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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case, No.
19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**REORGANIZED DEBTORS' REPLY IN
SUPPORT OF TWENTY-SIXTH
SECURITIES CLAIMS OMNIBUS
OBJECTION (SECURITIES ADR NO
LIABILITY CLAIMS)**

[Related to Dkt. No. 14001]

Date: October 17, 2023

Time: 10:00 a.m. (Pacific Time)

Place: **(Tele/Videoconference Only)**

United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 PG&E Corporation (“**PG&E**”) and Pacific Gas and Electric Company, as debtors and
2 reorganized debtors (collectively, “**PG&E**” the “**Debtors**” or the “**Reorganized Debtors**”) in the
3 above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), hereby submit this reply in support of
4 the *Reorganized Debtors’ Twenty-Sixth Securities Claims Omnibus Objection (Securities ADR No*
5 *Liability Claims)*, dated August 31, 2023 [Dkt. No. 14001] (the “**Omnibus Objection**”) and in
6 response to *Securities Lead Plaintiff’s Statement With Respect To Reorganized Debtors’ Twenty-*
7 *Sixth Securities Claims Omnibus Objection (Securities ADR No Liability Claims)*, dated October 3,
8 2023 [Dkt. No. 14043] (the “**PERA Response**”).¹

9 **PRELIMINARY STATEMENT**

10 The Omnibus Objection asks the Court to expunge certain Securities ADR No Liability
11 Claims which are listed on Exhibit 1 to the Omnibus Objection. The claimants holding these claims
12 (for purposes of this reply, the “**Claimants**”) have filed securities proofs of claim, but have failed to
13 comply with this Court’s order requiring that they respond to the Reorganized Debtors’ offers to
14 resolve their claims, despite multiple communications from the Reorganized Debtors informing them
15 of the opportunity to resolve their claims and the obligation to respond to the offers (including by
16 rejecting the offers). *See Order Approving Securities ADR and Related Procedures for Resolving*
17 *Subordinated Securities Claims* [Dkt. No. 10015] (the “**Securities ADR Procedures Order**”).
18 Moreover, the Omnibus Objection served on each of the Claimants expressly stated that the
19 Claimants had yet another opportunity to respond to the offers and avoid the disallowance of their
20 claims. The deadline to respond to the Omnibus Objection was October 3, 2023, at 4:00 P.M. PT.
21 No Claimant filed an opposition to the Omnibus Objection. This Court has already granted similar
22 omnibus objections with respect to both general unsecured claims and securities claims.² The Court
23 should similarly grant the Omnibus Objection here.

24 _____
25 ¹ Capitalized terms used but not defined herein shall have the same meanings as in the Omnibus
Objection.

26 ² *See Order Disallowing And Expunging Proofs Of Claim Pursuant To Reorganized Debtors’ Twenty-*
27 *Second Securities Claims Omnibus Objection (Securities ADR No Liability Claims)* [Dkt. No. 13981]
28 (the “**Twenty-Second Securities Claims Omnibus Objection Order**”); *Order Disallowing And*
Expunging Proofs Of Claim Pursuant To Reorganized Debtors’ One Hundred Sixteenth Omnibus

1 Public Employees Retirement Association of New Mexico (“PERA”) by its own admission
2 does not hold claims “subject to the Omnibus Objection,” but nonetheless opposed the Omnibus
3 Objection. PERA Response at 2:14-15. PERA argues that the Claimants should not be required to
4 comply with the Securities ADR Procedures because of the Court’s recent ruling to institute a process
5 for determining whether there will ultimately be a class, as determined by the Court several months
6 from now, consisting of securities claimants (if any) whose claims have not yet been expunged or
7 otherwise resolved. This argument is flawed for several reasons.

8 First, as the Court recognized, the Court cannot determine whether a class should be certified
9 without considering the parties’ evidence and briefing. Thus, there is currently no class and PERA
10 represents no claimant other than itself. Second, the Court has expressly stated its intent that the
11 Bankruptcy Rule 7023 ruling not upset the Securities ADR Procedures Order or stall the Reorganized
12 Debtors’ considerable progress in resolving claims. As the Court described the process, *if* a class is
13 certified, it will consist of those securities claimants, if any, whose claims remain unresolved as of
14 when the Court decides the class certification issue. *See* September 12, 2023 Hr’g Tr. at 8:2-3, 15:3-
15 4. The PERA Response seeks to upend that process by treating securities claimants as if they were
16 part of a class that does not yet, and likely will never, exist. Third, the Court has previously held,
17 citing recent, controlling precedent, that neither PERA nor any other non-Claimant has standing to
18 challenge an Omnibus Objection with respect to other claimants. *See* May 24, 2023 Hr’g Tr. at 5:25-
19 6:1 (“Persons [who] are not aggrieved are not in a position to argue standing”) (citing *Clifton Cap.*
20 *Corp. v. Sharp (In re E. Coast Foods, Inc.)*, 66 F.4th 1214 (9th Cir.), *amended and superseded*, 80
21 F.4th 901 (9th Cir. 2023)); *see also* June 11, 2021 Order Overruling PERA’s Opposition to Debtors’
22 *First Securities Claims Omnibus Objection* [Dkt. No. 10769] (the “**First Securities Claims**

23
24 *Objection to Claims (ADR No Liability Claims)* [Dkt. No. 12652]; *Order Disallowing And Expunging*
25 *Proofs Of Claim Pursuant To Reorganized Debtors’ One Hundred Fourth Omnibus Objection to*
26 *Claims (ADR No Liability Claims)* [Dkt. No. 11431]; *Order Disallowing And Expunging Proofs Of*
27 *Claim Pursuant To Reorganized Debtors’ One Hundred Third Omnibus Objection to Claims (ADR*
28 *No Liability Claims)* [Dkt. No. 11321]; *Order Disallowing And Expunging Proofs Of Claim Pursuant*
To Reorganized Debtors’ Eighty-Fifth Omnibus Objection to Claims (ADR No Liability Claims) [Dkt.
No. 10864].

1 **Omnibus Objection Order**") at 4:1-4 ("it is up to the claimant, not a third party with no or
2 questionable standing, to assert . . . [an] opposition to the objection"). Indeed, as the Court has
3 already reminded PERA, it "is neither an *amicus* nor a private attorney general carrying forth
4 positions not advanced by real parties in interest. *Id.* at 9:27-28, n. 8.³ The Bankruptcy Rule 7023
5 ruling does not change that analysis.

6 Notwithstanding the above dispositive, threshold issue, PERA's implied argument on the
7 merits that "a failure to respond to a settlement offer is [not] a proper basis for disallowance of prima
8 facie valid claims" is both untimely and wrong. PERA Response at 2:24-25. PERA had its
9 opportunity to challenge Section IV.E of the Securities ADR Procedures Order in connection with
10 the properly noticed *Reorganized Debtors' Motion To Approve Securities ADR And Related*
11 *Procedures For Resolving Subordinated Securities Claims* [Dkt. No. 8964]. The Court deemed the
12 very relief sought in the Omnibus Objection proper in its Securities ADR Procedures Order and, as
13 noted above, has since granted near-identical relief on five previous occasions – once pursuant to the
14 Securities ADR Procedures Order and four times pursuant to the Court's *Order Approving ADR And*
15 *Related Procedures For Resolving General Claims* [Dkt. No. 9148]. Moreover, PERA provides no
16 basis for a securities claimant who has filed its own proof of claim to be able to ignore its obligations
17 under the Securities ADR Procedures after being given numerous opportunities to comply.⁴

18 Footnote 3 of the PERA Response reveals PERA's true objectives here. PERA seeks
19 extraordinary relief, without a motion and without notice to claimants. PERA seeks to have the Court
20 order that securities claimants who have filed their own proofs of claim and have ***chosen not to adopt***
21 ***the PERA complaint*** shall be deemed nonetheless to have adopted the PERA complaint. *See* PERA
22

23 ³ The Court has already "sen[t] a clear 'heads up' to PERA and its counsel that future insertion of
24 arguments" on behalf of other securities claimants it does not represent "might result in consequences
to PERA that the [C]ourt prefers to avoid." *Id.* at 9:25-26.

25 ⁴ "I prefer litigants having the opportunity to determine their own outcomes. . . . I further reject the
26 notion that somehow investors . . . are somehow unable to make their own decisions [in the claims
27 settlement process]. . . . I am not going to assume that they are so unsophisticated, innocent babes in
the woods who can't make their own decisions now. . . . Simply stated, they said yes or no to a choice
28 [] whether to invest years ago. Now they can say yes or no to an offer . . . under the proposed
procedures." December 4, 2020 Hr'g Tr. at 6:18-20; 7:19-8:17.

1 Response at 3:22-28, n. 3. PERA’s request, without standing, and without a motion, seeks relief not
2 just for Claimants, but for all securities claimants. In sum, PERA in effect asks the Court to pre-
3 certify PERA as lead plaintiff of a hypothetical class, derail the Securities ADR Procedures, and
4 modify its July 28, 2023 *Order Authorizing Amendment and Objection Procedures for Securities*
5 *Claims* (the “**Amendment and Objection Procedures**”) [Dkt. No. 13934] to eliminate the claim
6 amendment deadlines included therein.

7 The relief sought by PERA is both substantively and procedurally improper. Indeed, PERA
8 argued in prior filings that the very relief it now seeks is improper. The Court should decline to
9 consider this manifestly infirm request on procedural grounds and, to the extent necessary, deny it
10 on substantive grounds.

11 **ARGUMENT**

12 **I. PERA LACKS STANDING TO RESPOND TO THE OMNIBUS OBJECTION**

13 As a threshold matter, PERA lacks standing to oppose the Omnibus Objection. *Horne v.*
14 *Flores*, 557 U.S. 433, 445 (2009) (“The question of whether a party has standing is a threshold issue
15 that must be addressed before turning to the merits of a case”). The Court has considered this issue
16 with respect to PERA and other claimants and has determined that a claimant whose claims are not
17 affected by the Reorganized Debtors’ omnibus objection does not have standing to challenge that
18 objection. *See, e.g.*, May 24, 2023 Hr’g Tr. at 5-6 (denying motion for reconsideration for lack of
19 standing); First Securities Claims Omnibus Objection Order at 3, 8, 9, n. 8 (overruling PERA’s
20 opposition to the omnibus objection for, among other things, lack of standing).

21 These decisions were correct and are directly in line with controlling Ninth Circuit precedent
22 on bankruptcy court and Article III standing. To have standing, PERA must “satisfy the statutory
23 requirements of the Bankruptcy Code and qualify as a ‘party of interest’ under 11 U.S.C. § 1109(b).”
24 *In re Tower Park Properties, LLC*, 803 F.3d 450, 452, 456 (9th Cir. 2015) (“party-in-interest status is
25 a necessary prerequisite to bankruptcy standing”). By definition, a party in interest “has a ‘legally
26 protected interest that could be affected by a bankruptcy proceeding.’” *Id.* at 457 (quoting *In re James*
27 *Wilson Assocs.*, 965 F.2d 160, 169 (7th Cir. 1992)) (emphasis in original). “Thus, an entity ‘that may
28 suffer collateral damage, but does not have a legally protected interest does not have standing under §

1 1109(b).” Such interests are “too remote” to entitle the entity to participate in the adjudication of that
2 issue. *Id.* (quoting *In re C.P. Hall Co.*, 750 F.3d 659, 661 (7th Cir. 2014)).

3 For example, in *Tower Park Properties*, the Ninth Circuit held that a trust beneficiary was not
4 a “party in interest” with standing to object to the bankruptcy court’s approval of a settlement
5 agreement to which the beneficiary was not a party, even though the settlement could have
6 detrimentally affected trust assets, because the beneficiary had no right to claim any “direct ownership
7 interest in the Trust assets, nor any legal entitlement to control or manage those assets at th[at] time.”
8 *Id.* at 460.⁵ PERA, here, has even less of an interest than the beneficiary in *Tower Park Properties*.
9 PERA’s interest in the Omnibus Objection adjudication is not even “remote”: PERA admits its “claims
10 are not subject to the Omnibus Objection” at all and that expunging such claims would not prejudice
11 its rights or claims, but rather “the rights of [other] individual securities plaintiffs.” PERA Response
12 at 2:14-15; 3:14-4:1.⁶

13 PERA’s apparent argument that it somehow now has acquired standing because “the relief
14 requested in the Omnibus Objection is generally in conflict with the relief this Court granted in
15 connection with the Rule 7023 Motion,” is wrong and unsupported. PERA Response at 2:25-3:1. In
16 its September 12, 2023 ruling on the Bankruptcy Rule 7023 Motion, the Court expressly did “not
17 certify[] a class on a final basis,” could not have done so, and may never do so. September 12, 2023
18 Hr’g Tr. at 8:11. As such, PERA’s position with respect to a putative, post-confirmation class has not
19 changed: it does not now represent a class of securities claimants in these Chapter 11 Cases, and such
20 a class may never be certified at all.

23 ⁵ See also *In re C.P. Hall Co.*, 750 F.3d at 661-662 (holding that an excess creditor that “may suffer
24 collateral damage from a ruling in a bankruptcy proceeding” lacked standing under Bankruptcy Code
§ 1109(b)).

25 ⁶ Citing the Ninth Circuit’s recent decision in *East Coast Foods*, the Court previously denied a fire
26 claimant’s motion for reconsideration (*see William B. Abrams Motion For Reconsideration And Relief*
27 *From the Order Regarding Hearing On May 24, 2023* [Dkt. No. 13755]) on the very same ground,
28 noting that *East Coast Foods* stands for the proposition that “persons [] not aggrieved are not in a
position to argue standing” and that “that case couldn’t be closer to on point to all fours from [my]
point of view.” May 24, 2023 Hr’g Tr. at 5:25-6:2.

1 Allowing third parties such as PERA to interpose arguments not otherwise before the Court is
2 precisely what the “party in interest” barrier is designed to foreclose. See *Tower Park Properties*, 803
3 F.3d at 460-61 (creditor was not “party in interest” that could object to approval of settlement
4 agreement because basis for objection was “collateral to the resolution of claims between the debtor .
5 . . and its creditors”). Accordingly, the Court should preclude PERA from being heard unless and until
6 it has a legitimate, protectable interest with respect to its own claim, and should abstain from issuing
7 an impermissible advisory opinion based on the PERA Response. See *In re Frye*, 2009 WL 7751434,
8 at *8 (B.A.P. 9th Cir. Apr. 7, 2009) (affirming bankruptcy court’s decision to decline to issue advisory
9 opinion regarding post-bankruptcy collection activities where “it was within the bankruptcy court’s
10 discretion to determine that the matter was not ripe for adjudication”). The Court should sustain the
11 Omnibus Objection because PERA, the only securities claimant to oppose it, has no standing to do so.

12 **II. THE PERA RESPONSE TO THE OMNIBUS OBJECTION IS WITHOUT MERIT**

13 While there is no basis for the Court to reach the merits of the PERA Response, PERA’s
14 arguments are also wrong and unavailing. Here, the Claimants have failed to comply with the
15 Securities ADR Procedures Order by not responding to the Reorganized Debtors’ settlement offers,
16 despite multiple follow-up attempts and even after service of the Omnibus Objection seeking to
17 expunge and disallow the claims provided a final opportunity to respond to the offers.⁷ The result of
18 such failures to comply is plainly set out in the Securities ADR Procedures Order:

19 **“If a Subordinated Securities Claimant or the Reorganized Debtors fail to**
20 **comply with the Securities ADR Procedures**, negotiate in good faith, or
21 cooperate as may be necessary to effectuate the Securities ADR Procedures, the
22 Bankruptcy Court may, after notice and hearing, find such conduct to be in
23 violation of the Securities Claims Procedures Order or, with respect to a
24 Subordinated Securities Claimant, an abandonment of or failure to prosecute the
25 Subordinated Securities Claim, or both. Upon such findings, **the Bankruptcy**
26 **Court may, among other things, disallow and expunge the Subordinated**
27 **Securities Claim**, in whole or in part, or grant such other or further remedy
28 deemed just and appropriate under the circumstances, including, without
limitation, awarding attorneys’ fees, other fees, and costs to the other party.”

27 ⁷ A detailed summary of the offer and notice procedures undertaken by the Reorganized Debtors is set
28 out in the Omnibus Objection at 4-6.

1 Section IV.E (emphasis added).⁸

2 While not actually making or preserving the argument, PERA invites the inference that Section
3 IV.E of the Securities ADR Procedures Order “is a[n im]proper basis for disallowance of prima facie
4 valid claims.” PERA Response at 2:25. This argument ignores that the Court ordered the current
5 Securities ADR Procedures into effect over the very same objection by PERA. *See Securities Lead*
6 *Plaintiff’s Objection To Reorganized Debtors’ Motion To Approve Securities ADR And Related*
7 *Procedures For Resolving Subordinated Securities Claims* [Dkt. No. 9189] at 10:9-12 (“If the
8 information requested is not provided by the Reorganized Debtors’ deadline . . . , Reorganized Debtors
9 will object to the claim on those summary grounds, undermining the purpose of the presumption of
10 validity and the bankruptcy claims process”). As noted above, the Court has also granted the relief
11 sought in the Omnibus Objection on five prior occasions. *See, e.g., Twenty-Second Securities Claims*
12 *Omnibus Objection Order* (expunging claims based on identical request for relief).⁹ Denying identical
13 relief here would be patently unfair to the Reorganized Debtors and other claimants, which are both
14 obliged and entitled to rely on the consistent application of the Securities ADR Procedures ordered by
15 the Court.

16 The Court’s ruling on the Rule 7023 Motion plainly does not “conflict” with or otherwise
17 displace the established Securities ADR Procedures, which the Court should continue to apply
18 consistent with its prior orders.¹⁰

20 ⁸ Section IV.E tracks a near-identical procedure the Court endorsed in Section IV.E of its *Order*
21 *Approving ADR And Related Procedures For Resolving General Claims* [Dkt. No. 9148].

22 ⁹ “The holders of the Securities ADR No Liability Claims (the ‘Claimants’) have failed to respond to
23 multiple attempts by the Reorganized Debtors to alert them of the offers, and they therefore have failed
24 to comply with the Securities ADR Procedures and under Section IV.E of the Securities ADR
25 Procedures Order, the Bankruptcy Court may ‘disallow and expunge’ such Securities Claims.
Specifically, the Claimants have failed to comply with Section II of the Securities ADR Procedures
26 Order (the ‘Offer Procedures’) by not responding to settlement offers, despite multiple follow-up
27 attempts by the Reorganized Debtors.” *Reorganized Debtors’ Twenty-Second Securities Claims*
28 *Omnibus Objection (Securities ADR No Liability Claims)* [Dkt. No. 13871].

¹⁰ PERA’s argument that the Omnibus Objection “specifically target[s] claims of predominantly small
investors for simply not responding to a settlement offer” is just wrong. PERA Response at 3:12-13.
The Claimants are simply those that failed to comply with the Securities ADR Procedures, without
regard to claim size.

1 **III. PERA’S FOOTNOTE REQUEST FOR THE COURT TO MODIFY THE**
2 **SECURITIES ADR AND AMENDMENT AND OBJECTION PROCEDURES**
3 **WITHOUT A MOTION AND PROPER NOTICE SHOULD BE DENIED**

4 *A. The Court’s September 12, 2023 Bankruptcy Rule 7023 Ruling Requires No*
5 *Clarification*

6 In Footnote 3, PERA claims there is “confusion regarding the interplay between the *Order*
7 *Authorizing Amendment and Objection procedures for Securities Claimants*,” entered on July 28,
8 2023 [Dkt. No. 13934] (the “**Amendment and Objection Procedures**”) and “the Court’s Oral ruling
9 on the Rule 7023 Motion.” PERA Response at 3:22-24, n. 3. Yet PERA does not actually point to
10 any conflict. In the Court’s September 12, 2023 ruling, the Court twice stated that the class
11 certification process would not displace the procedures adopted by the Court. September 12, 2023
12 Hr’g Tr. at 6:15, 8:9-10. The Court also held that the class process would be a “backstop” for the
13 procedures already put in place by the Court. *Id.* at 12:17. The Court was thus clear that the
14 procedures – which were the product of substantial negotiations by experienced counsel for claimants
15 and the Reorganized Debtors, and were ordered by the Court (over the objection of PERA) – must
16 remain in effect.¹¹

17 A critical part of the Amendment and Objection Procedures is the timing for claimants to
18 amend securities claims. The Amendment and Objection Procedures provide that securities claimants
19 can amend claims by October 6, 2023, or adopt the PERA complaint or another filed complaint or
20 proof of claim by October 13, 2023. The Court expressly ordered that the Reorganized Debtors serve
21 the Amendment and Objection Procedures, with these deadlines to amend or adopt the PERA
22 complaint, on all securities claimants. By the time of the hearing on this omnibus objection, each
23 securities claimant will have already made a choice whether to adopt the PERA complaint. Those

24 ¹¹ The ADR Procedures continue to work. At the time of last report on the progress of the Securities
25 ADR Procedures, the Reorganized Debtors had resolved 5,639 securities claims. Less than two months
26 later, the Reorganized Debtors have resolved approximately 6,412 claims – an additional 773 claims.
27 Over 72% of the securities claims filed have now been resolved. Of the remaining approximately 2,500
28 unresolved claims, RKS Group represents approximately 700 claimants, and Vanguard has filed 220
claims. Excluding those claims leaves just approximately 1,600 unresolved claims. Since many
claimants filed multiple proofs of claim, there are now, at most, only a few hundred unique claimants
who have filed proofs of claim, and the procedures are working to narrow those numbers every day,
whether through settlement, withdrawal, or omnibus objection.

1 securities claimants that do not adopt the PERA complaint will have chosen, after notice, not to do
2 so. It would be improper for the Court to order that claimants who, after notice, expressly chose not
3 to adopt the PERA complaint should be retroactively forced to adopt it.

4 *B. Granting PERA's Requests Would Impair The Substantive Rights Of All Securities*
5 *Claimants*

6 PERA's requested relief is remarkably and directly inconsistent with PERA's prior
7 arguments against precisely this same relief. In its *Partial Objection To Motion Of Reorganized*
8 *Debtors For Entry Of Order Further Extending Deadline For The Reorganized Debtors To Object*
9 *To Claims And For Related Relief* [Dkt. No. 13791], PERA argued that even on notice and with a
10 choice to adopt the PERA complaint or not, the securities claimants "cannot 'adopt' the PERA
11 Complaint" for a slew of substantive reasons: the (1) PERA complaint includes claims against so-
12 called "Non-Debtor Defendants" not subject to this Court's jurisdiction; (2) securities claimants that
13 adopt the PERA complaint cannot possibly sufficiently allege the Securities Act claims in the PERA
14 complaint against the Reorganized Debtors because the PERA complaint does not allege Securities
15 Act allegations against the Reorganized Debtors; (3) securities claimants cannot certify that, in
16 adopting the PERA complaint, they made the reasonable inquiries and performed the requisite
17 diligence as required by FRCP 11 and Bankruptcy Rule 9011(b), or affirm that the PERA complaint
18 contains what they believe to be true and correct representations, as required by Official Bankruptcy
19 Form B410; (4) PERA complaint includes claims that some securities claimants have no basis to
20 allege; and (5) adjudication of claims by this Court could prejudice PERA and impact the jurisdiction
21 or adjudication of claims by the district court in the securities litigation. *See id.* at 14-18. PERA even
22 submitted the declaration of an expert arguing that it would be improper and constitutionally infirm
23 for securities claimants to adopt the PERA complaint, especially without notice and affirmative
24 adoption by such claimants. *See Declaration of Professor William B. Rubenstein* [Dkt. No. 13791-
25 1].

26 PERA, in an extraordinary reversal, now asks the Court, without notice to securities claimants
27 and after the claim amendment deadlines have passed, to force securities claimants who elected not
28 to adopt the PERA complaint to retroactively adopt the PERA complaint. As the Court has previously

1 stated, this approach is not tenable: “I think to lock people into a pleading that may get dismissed[,]
2 doesn’t actually involve the debtor, but involves people who aren’t before the Court is just an
3 invitation to confusion and disaster.” June 7, 2023 Hr’g Tr. at 71:25-72:4. The Bankruptcy Rule
4 7023 ruling does not change this analysis because it expressly did not certify a class, which this Court
5 may never certify. It is one thing to allow securities claimants to choose to adopt the PERA complaint
6 and quite another to force them to do so – especially where those claimants may very well decline to
7 do so by the October 13 deadline. The Court should deny PERA’s extraordinary request.¹²

8 **CONCLUSION**

9 For the foregoing reasons, the Reorganized Debtors respectfully request that the Court grant
10 the relief requested in the Omnibus Objection, and such other relief as the Court deems just and
11 proper.
12

13 Dated: October 10, 2023

WEIL, GOTSHAL & MANGES LLP
KELLER BENVENUTTI KIM LLP

15 /s/ Richard W. Slack
16 Richard W. Slack
17 *Attorneys for the Debtors and Reorganized*
18 *Debtors*

26
27 ¹² See June 7, 2023 Hr’g Tr. at 32:8-11 (“[I]t’s completely voluntary. If a creditor doesn’t either clone
28 the PERA complaint or file essentially the equivalent of a new one, the creditor has the option to stand
on its existing proof of claim”).